

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

MICHAEL LAND, ET AL.,

Plaintiffs,

v.

PFIZER, INC., ET AL.,

Defendants.

Case No. 04-00158

Honorable Nancy G. Edmunds

**ORDER ACCEPTING AND ADOPTING MAGISTRATE JUDGE'S
REPORT AND RECOMMENDATION [64]**

This matter comes before the Court on the Magistrate Judge's Report and Recommendation. Being fully advised in the premises and having reviewed the record and the pleadings, including the Report and Recommendation and Plaintiffs' and Defendants' objections thereto, the Court hereby ACCEPTS AND ADOPTS the Magistrate Judge's Report and Recommendation.

Contrary to Plaintiffs' objections, the Magistrate Judge properly interpreted the relevant Plan language, and the determination as to Pfizer's status as a party is not premature.

Contrary to the Defendants' objections, the Report and Recommendation does not conflict with Judge McKeague's earlier decision that Plaintiffs' state law claims concerning stock options "relate to" an ERISA plan and are thus preempted by ERISA. (Opinion at 11-12, docket #24). Moreover, although the Magistrate Judge failed to acknowledge that the Summary Plan Description ("SPD") to the Separation Plan defines "Acquisition

Termination” (Admin. Record, Ex. 2 at 10-11), that definition is the same as the one provided in the Stock Option Brochure. Accordingly, the reasoning and result in the Report and Recommendation (R & R at 23-24) is hereby accepted and adopted. “Unlike the Separation Plan, the Stock Option Brochure contains no rule of exclusion . . . , and nothing in the Brochure warrants importation of the exclusionary language found in section 3.01(b) of the Separation Plan.” (R & R at 24).

SO ORDERED.

s/Nancy G. Edmunds
Nancy G. Edmunds
United States District Judge

Dated: July 24, 2006

I hereby certify that a copy of the foregoing document was served upon counsel of record on July 24, 2006, by electronic and/or ordinary mail.

s/Carol A. Hemeyer
Case Manager